

FILED
U.S. DISTRICT COURT
2008 APR 10 AM 11:01
S.D. of N.Y.

*Attorneys for Defendants UBS Absolute Return Fund,
a fund of UBS Funds, Inc., and UBS Global Bond Fund,
a fund of UBS Funds, Inc.*

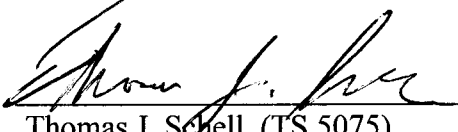
Defendants.

**NOTICE OF MOTION FOR
ADMISSION *PRO HAC VICE*
OF KEITH R. DUTILL**

PLEASE TAKE NOTICE that, upon the affirmation of Thomas J. Schell, dated April 8, 2008, annexed hereto as Exhibit 1, and the affidavit of Keith R. Dutill, annexed hereto as Exhibit 2, together with the exhibit annexed thereto, Defendants UBS Absolute Return Fund, a fund of UBS Funds, Inc., and UBS Global Bond Fund, a fund of UBS Funds, Inc., by their attorneys Bryan Cave LLP, will move this Court, before the Honorable Lewis A. Kaplan, United States District Judge, at the Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, New York, New York 10007, for an order, in the form annexed hereto as Exhibit 3, admitting Keith R. Dutill, a member in good standing of the State Bar of Pennsylvania, to the Bar of this Court, *pro hac vice*.

Dated: New York, New York
April 8, 2008

BRYAN CAVE LLP

By: 
Thomas J. Schell (TS 5075)
1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

*Attorneys for Defendants UBS
Absolute Return Fund, a fund of UBS
Funds, Inc., and UBS Global Bond
Fund, a fund of UBS Funds, Inc.*

TO:

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Telephone: (212) 940-3000
Facsimile: (866) 947-2229
Attn: Christopher M. Mason, Esq.

*Attorneys for Plaintiff
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Americas*

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Depository Trust Company*

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Attn: Alan R. Friedman

*Attorneys for Defendant
Aurelius Capital Partners, LP*

THE BANK OF N.T. BUTTERFIELD &
SONS LIMITED
65 Front Street
Hamilton, Bermuda HM AX

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c/o OGIER FIDUCIARY SERVICES
(CAYMAN) LIMITED
P.O. Box 1234 GT
Queensgate House
South Church Street
George Town, Grand Cayman KYI-1108
Cayman Islands,
The British West Indies

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Magnetar Constellation Master Fund, Ltd.
Magnetar Constellation Master Fund III, Ltd.
and Magnetar Constellation Fund II, Ltd.*

PALMER SQUARE 3 LIMITED
5 Harbourmaster Place
International Financial Services Center
Dublin 1, Ireland

REVELSTOKE CDO 1 LTD
c/o MAPLES FINANCE LIMITED
P.O. Box 1093 GT
Queensgate House
South Church Street
George Town, Grand Cayman KY1-1108
Cayman Islands,
The British West Indies

SILVER ELMS CDO PLC
c/o DEUTSCHE INTERNATIONAL
CORPORATE SERVICES (IRELAND)
LIMITED
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International Financial Services Center
Dublin 1, Ireland

STANTON CDO I.S.A
c/o OMICRON INVESTMENT
MANAGEMENT GmbH
Herrengasse 1-3
1010 Vienna
AUSTRIA

ZAIS OPPORTUNITY MASTER FUND, LTD
P.O. Box 1984 GT
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George Town
Grand Cayman Islands
The British West Indies

BRYAN CAVE LLP

By: Eric Rieder (ER 2021)
Thomas J. Schell (TS 5075)
1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

*Attorneys for Defendants UBS Absolute Return Fund,
a fund of UBS Funds, Inc., and UBS Global Bond Fund,
a fund of UBS Funds, Inc.*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----	X	
	:	
DEUTSCHE BANK TRUST COMPANY	:	
AMERICAS, as Trustee and Securities	:	
Intermediary,	:	
	:	
Plaintiff,	:	
	:	
- against -	:	No. 1:08 CV 00955 (LAK)
	:	
LACROSSE FINANCIAL PRODUCTS, LLC,	:	
CEDE & CO., as Holder of certain Secured Notes	:	
and nominee name of the Depositary Trust	:	
Company, AURELIUS CAPITAL PARTNERS,	:	
LP, THE BANK OF N.T. BUTTERFIELD & SON	:	
LIMITED, MAGNETAR CONSTELLATION	:	
MASTER FUND, LTD., MAGNETAR	:	
CONSTELLATION MASTER FUND III, LTD.,	:	
MAGNETAR CONSTELLATION FUND II,	:	
LTD., PALMER SQUARE 3 LIMITED, PASA	:	
FUNDING 2007-1, LTD., REVELSTOKE CDO I	:	
LTD., SILVER ELMS CDO plc, STANTON CDO	:	
I S.A., UBS ABSOLUTE RETURN BOND	:	
FUND, a fund of UBS Funds, Inc., UBS GLOBAL	:	
BOND FUND, a fund of UBS Funds, Inc., ZAIS	:	
OPPORTUNITY MASTER FUND, LTD, and	:	
DOES 1 through 100, owners of beneficial	:	
interests in the Secured Notes,	:	
	:	
Defendants.	:	
-----	X	

**AFFIRMATION OF THOMAS J. SCHELL IN SUPPORT OF
MOTION FOR ADMISSION *PRO HAC VICE* OF KEITH R. DUTILL**

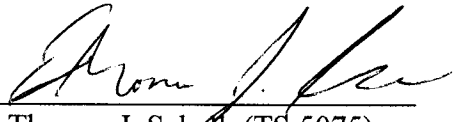
STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

Thomas J. Schell, an attorney-at-law, duly admitted to practice before the United States District Court for the Southern District of New York, affirms under the penalty of perjury as follows:

1. I am an associate of the firm of Bryan Cave LLP (“BC”), attorneys for Defendants UBS Absolute Return Fund, a fund of UBS Funds, Inc., and UBS Global Bond Fund, a fund of UBS Funds, Inc., in the above-captioned action (the “Action”). BC maintains offices for the practice of law at 1290 Avenue of the Americas, New York, New York 10104.
2. I submit this affirmation in support of the Motion for *Pro Hac Vice* Admission of Keith R. Dutill in this Action pursuant to Local Civil Rule 1.3(c).
3. I am a member in good standing of the Bar of this Court, of the United States District Court for the Eastern District of New York, and of the courts of the State of New York.
4. In connection with this Motion, I am submitting the affidavit of Keith R. Dutill, sworn to on April 3, 2008. Keith R. Dutill is licensed to practice by, and is a member in good standing of, the State Bar of Pennsylvania. Annexed to his affidavit is a Certificate of Good Standing issued by the State Bar of Pennsylvania.

Dated: New York, New York
April 8, 2008

BRYAN CAVE LLP

By: 
Thomas J. Schell (TS 5075)
1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

*Attorneys for Defendants UBS
Absolute Return Fund, a fund of UBS
Funds, Inc., and UBS Global Bond
Fund, a fund of UBS Funds, Inc.*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----	X
DEUTSCHE BANK TRUST COMPANY	:
AMERICAS, as Trustee and Securities	:
Intermediary,	:
	:
Plaintiff,	:
	:
- against -	:
	:
LACROSSE FINANCIAL PRODUCTS, LLC,	:
CEDE & CO., as Holder of certain Secured Notes	:
and nominee name of the Depositary Trust	:
Company, AURELIUS CAPITAL PARTNERS,	:
LP, THE BANK OF N.T. BUTTERFIELD & SON	:
LIMITED, MAGNETAR CONSTELLATION	:
MASTER FUND, LTD., MAGNETAR	:
CONSTELLATION MASTER FUND III, LTD.,	:
MAGNETAR CONSTELLATION FUND II,	:
LTD., PALMER SQUARE 3 LIMITED, PASA	:
FUNDING 2007-1, LTD., REVELSTOKE CDO I	:
LTD., SILVER ELMS CDO plc, STANTON CDO	:
I S.A., UBS ABSOLUTE RETURN BOND	:
FUND, a fund of UBS Funds, Inc., UBS GLOBAL	:
BOND FUND, a fund of UBS Funds, Inc., ZAIS	:
OPPORTUNITY MASTER FUND, LTD, and	:
DOES 1 through 100, owners of beneficial	:
interests in the Secured Notes,	:
	:
Defendants.	:
-----	X

AFFIDAVIT OF KEITH R. DUTILL
IN SUPPORT OF MOTION FOR *PRO HAC VICE* ADMISSION

COMMONWEALTH OF PENNSYLVANIA)
) ss.:
COUNTY OF CHESTER)

KEITH R. DUTILL, being duly sworn, hereby deposes and says as follows:

1. I am a member of the law firm of Stradley Ronon Stevens & Young, LLP, attorneys for Defendants UBS Absolute Return Fund, a fund of UBS Funds, Inc., and UBS Global Bond Fund, a fund of UBS Funds, Inc., in the above-captioned action (the "Action"). My office address is 30 Valley Stream Parkway, Malvern, PA, 19355-1481; my telephone number is (610) 640-5800; and my fax number is (610) 640-1965. I submit this affidavit in support of the Motion for *Pro Hac Vice* Admission of Keith R. Dutill in the Action pursuant to Local Civ. R. 1.3(c).

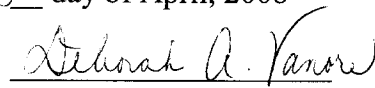
2. I graduated from the Villanova University Law School in 1986. I was admitted to the Bar of the Commonwealth of Pennsylvania on November 7, 1986 and am a member in good standing of that bar. A certificate of good standing is attached hereto as Exhibit A.

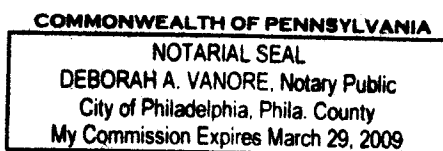
3. There are no pending disciplinary proceedings against me in any state or federal court.

4. I have reviewed and will faithfully adhere to all rules applicable to my conduct in connection with any activities of this Court.


KEITH R. DUTILL

Sworn to before me this
3rd day of April, 2008


Notary Public





Supreme Court of Pennsylvania

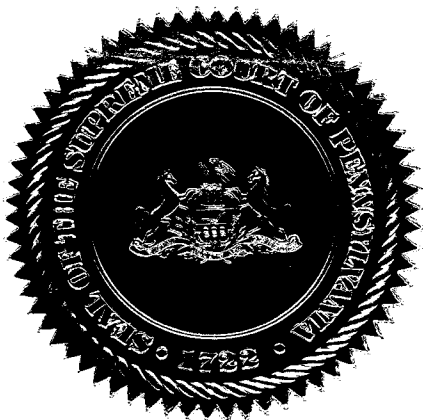
CERTIFICATE OF GOOD STANDING

Keith R. Dutill, Esq.

DATE OF ADMISSION

November 7, 1986

The above named attorney was duly admitted to the bar of the Commonwealth of Pennsylvania, and is now a qualified member in good standing.



Witness my hand and official seal

Dated: March 28, 2008

A handwritten signature in black ink, appearing to read "Patricia A. Johnson".

Patricia A. Johnson
Chief Clerk

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----	X	
	:	
DEUTSCHE BANK TRUST COMPANY	:	
AMERICAS, as Trustee and Securities	:	
Intermediary,	:	
	:	
Plaintiff,	:	
	:	
- against -	:	No. 1:08 CV 00955 (LAK)
	:	
LACROSSE FINANCIAL PRODUCTS, LLC,	:	
CEDE & CO., as Holder of certain Secured Notes	:	
and nominee name of the Depository Trust	:	ORDER GRANTING <i>PRO</i>
Company, AURELIUS CAPITAL PARTNERS,	:	<i>HAC VICE</i> ADMISSION OF
LP, THE BANK OF N.T. BUTTERFIELD & SON	:	<u>KEITH R. DUTILL</u>
LIMITED, MAGNETAR CONSTELLATION	:	
MASTER FUND, LTD., MAGNETAR	:	
CONSTELLATION MASTER FUND III, LTD.,	:	
MAGNETAR CONSTELLATION FUND II,	:	
LTD., PALMER SQUARE 3 LIMITED, PASA	:	
FUNDING 2007-1, LTD., REVELSTOKE CDO I	:	
LTD., SILVER ELMS CDO plc, STANTON CDO	:	
I S.A., UBS ABSOLUTE RETURN BOND	:	
FUND, a fund of UBS Funds, Inc., UBS GLOBAL	:	
BOND FUND, a fund of UBS Funds, Inc., ZAIS	:	
OPPORTUNITY MASTER FUND, LTD, and	:	
DOES 1 through 100, owners of beneficial	:	
interests in the Secured Notes,	:	
	:	
Defendants.	:	
-----	X	

Upon consideration of the Motion of Defendants UBS Absolute Return Fund, a fund of UBS Funds, Inc., and UBS Global Bond Fund, a fund of UBS Funds, Inc., by and through their counsel Bryan Cave LLP, seeking entry of an order authorizing Keith R. Dutill to practice *pro hac vice* before the United States District Court for the Southern District of New York in connection with the above-referenced action; and it appearing

that Keith R. Dutill is qualified to be admitted to practice *pro hac vice* before this Court,
it is hereby

ORDERED that Keith R. Dutill is authorized to appear *pro hac vice* as counsel to
the Defendants in this action, and Keith R. Dutill is permitted to argue or try this action in
whole or in part as counsel or advocate.

Dated: _____

Honorable Lewis A. Kaplan
United States District Judge

BRYAN CAVE LLP

By: Eric Rieder (ER 2021)
Thomas J. Schell (TS 5075)
1290 Avenue of the Americas
New York, New York 10104
(212) 541-2000

*Attorneys for Defendants UBS Absolute Return Fund,
a fund of UBS Funds, Inc., and UBS Global Bond Fund,
a fund of UBS Funds, Inc.*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
:
DEUTSCHE BANK TRUST COMPANY
AMERICAS, as Trustee and Securities
Intermediary, :

Plaintiff, :

- against - :

No. 1:08 CV 00955 (LAK)

LACROSSE FINANCIAL PRODUCTS, LLC, :
CEDE & CO., as Holder of certain Secured Notes :
and nominee name of the Depositary Trust :
Company, AURELIUS CAPITAL PARTNERS, :
LP, THE BANK OF N.T. BUTTERFIELD & SON :
LIMITED, MAGNETAR CONSTELLATION :
MASTER FUND, LTD., MAGNETAR :
CONSTELLATION MASTER FUND III, LTD., :
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LTD., PALMER SQUARE 3 LIMITED, PASA :
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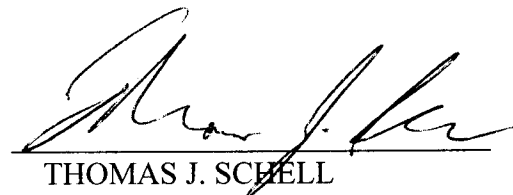
Defendants. :
----- X

CERTIFICATE OF SERVICE

I, THOMAS J. SCHELL, hereby certify under penalty of perjury that I served copies of the within documents on behalf of **UBS ABSOLUTE RETURN BOND FUND, a fund of UBS Funds, Inc., and UBS GLOBAL BOND FUND, a fund of UBS Funds, Inc.:**

- (i) **NOTICE OF MOTION FOR ADMISSION *PRO HAC VICE* OF KEITH R. DUTILL;**
- (ii) **AFFIRMATION OF THOMAS J. SCHELL IN SUPPORT OF MOTION FOR ADMISSION *PRO HAC VICE* OF KEITH R. DUTILL; and**
- (iii) **AFFIDAVIT OF KEITH R. DUTILL IN SUPPORT OF MOTION FOR *PRO HAC VICE* ADMISSION;**

together with the exhibits attached thereto, by first class mail (i) upon the parties listed in the attached Service List, on April 8, 2008, and (ii) upon ZAIS OPPORTUNITY MASTER FUND, LTD, P.O. Box 1984 GT, Elizabeth Square, George Town, Grand Cayman Islands, The British West Indies, on April 9, 2008.



THOMAS J. SCHELL

SERVICE LIST

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Facsimile: (866) 947-2229
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Jonathan C. Marquet

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Depository Trust Company*

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Magnetar Constellation Master Fund III, Ltd.
and Magnetar Constellation Fund II, Ltd.*

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